

**EXHIBIT "A"**

IN THE UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF FLORIDA

JACKSONVILLE DIVISION

CASE NO. 3:04 CV-146-V-99-HTS

Sea Star Line, LLC  
a limited liability company,

**CERTIFIED COPY**

Plaintiff,

vs.

EMERALD EQUIPMENT LEASING,  
INC., a corporation,

Defendant.

---

Deposition of **PHILIP BATES**, taken on behalf  
of the Defendant, pursuant to Notice of Taking  
Deposition in the above-entitled action, on Monday,  
January, 10th, 2005, at 9:45 a.m., at the offices of  
Powers Reporting, Inc., 220 East Forsyth Street,  
Jacksonville, Florida, before Sherry Brazier, a Notary  
Public in and for the State of Florida at Large.

1 transaction?

2 A Yes.

3 Q Did you have any involvement in it?

4 A I spent some time in Philadelphia doing due  
5 diligence.

6 Q And who else was involved in that  
7 transaction on behalf of Sea Star Line?

8 A From an equipment standpoint, Andy Rooks was  
9 with me.

10 Q And could you generally describe the  
11 transaction and in particular what assets were  
12 purchased?

13 A Okay. There were four ships.

14 Q That were purchased?

15 A Yes.

16 Q Do you know the names of those?

17 A Some terminal equipment.

18 Q Do you know the names of those ships at this  
19 time?

20 A From memory the Humacao, Mayaguez and two  
21 others.

22 Q Okay. All right. I'm sorry. So you  
23 purchased some ships, you, Sea Star, and what were the  
24 other assets purchased?

25 A A terminal lease in San Juan and a long list

1 of office equipment, office leases, some terminal  
2 equipment --

3 Q When you say --

4 A -- receivables, terminal equipment.

5 Q Yeah, what is terminal equipment?

6 A That would be terminal handling equipment.

7 Q In terms of equipment, did you purchase  
8 any -- the containers, the reefers, chassis?

9 A In general, no.

10 Q Did you purchase the bookings of NPR, it's  
11 customers?

12 A Yes. When I said receivables, that would  
13 be -- well, the receivables would be shipments that  
14 had taken place where money was due.

15 Q Right.

16 A We also purchased shipments in progress at  
17 the time of closing.

18 Q Any contracts with customers that --

19 A My understanding is no.

20 Q All right. As a result of this aquisition,  
21 the aquisition of those assets of NPR, Inc., that you  
22 mentioned, did Sea Star Line determine that it needed  
23 to either lease or purchase equipment along the lines  
24 of containers and gensets and reefers and chassis?

25 A Can you repeat that, please?